

306, May Fair Gardens,
Banjara Hills, Road No. 12, Hyderabad - 500 034
Office : +91 40 23386955, 64582817
mail : info@gradienteinfotainment.com
gradienteinfoltd@yahoo.co.in, gradienteinfoltd@gmail.com
URL : www.gradienteinfotainment.com

GRADIENTE
Infotainment Limited

To,

Date: 01.10.2014

Bombay Stock Exchange Limited
P. J. Towers, Dalal Street
Mumbai - 400 001

Sub: Outcome of 22nd Annual General Meeting.
Unit: Gradiante Infotainment Limited
Ref: Clause 31 (d) of the Listing Agreement

Dear Sir/ Madam,

With reference to the subject cited, this is to inform the Exchange that at the 22nd Annual General Meeting of M/s. Gradiante Infotainment Limited held on 30.09.2014 at 11.30 A.M. at the Registered office of the Company at Flat No. 306, Mayfair Gardens, Road No. 12, Banjara Hills, Hyderabad – 500 034, the following items were considered and duly approved by the shareholders of the Company:

1. The audited Balance sheet of the Company as at 31st March 2014, the Statement of Profit & Loss for the year ended as on that date and the report of the Directors' and Auditors' there on.
2. Reappointment of Mrs. Sunitee Raj who retires by rotation.
3. Appointment of M/s. Komandoor & Co as a statutory auditors and fixation of their remuneration.
4. Appointment of Mr. T. Venkateshwa Rao as Independent Director of the Company.
5. Appointment of Mr. Shabir Ali Baquri as Independent Director of the Company.
6. Appointment of Mr. Mohd Abdul Raof as Independent Director of the Company.
7. Amendment of Articles of association of the Company.

This is for the kind information and records of the Exchange, please.

Thanking you.

Yours faithfully,
For Gradiante Infotainment Limited

V. R. Mathur
Managing Director



Vivek Surana

Practicing Company Secretary

Plot No.6-3-354/13, A1, Suryateja Apartments,

Hindi Nagar, Panjagutta, Hyderabad-500034

Mobile: 09959581348

Email: viveksurana24@gmail.com

FORM No. MGT-13
Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To, Chairman

22nd Annual General Meeting of the Equity Shareholders of M/s. Gradiante Infotainment Limited held on 30.09.2014 at 11.30 am at #306, 3rd Floor, Mayfair Garden, Banjara Hills, Road No.12, Hyderabad - 500034.

Dear Sir,

I, Vivek Surana, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s) at the 22nd Annual General Meeting of the Equity Shareholders of M/s. Gradiante Infotainment Limited, held on 30.09.2014 at 11.30 a.m, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, **1 (one)** ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any incomplete or defective poll paper.
4. The result of the Poll is as under:

(a) Resolution No.1: Approval of financial statements and the reports thereon for the year ended 31.03.2014.

(i) Voted in favour of the resolution:

Number of Member Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
14	1182363	100



A handwritten signature in black ink, appearing to read "Vivek Surana", written over a horizontal line.

(ii) Voted **against** the resolution:

Number of Member Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
0	0	0

(iii) **Invalid** votes :

Total number of members (In person or by Proxy) Whose votes were declared invalid	Total Number of Votes cast by them
0	0

(b) **Resolution No.2: Reappointment of Mrs. Sunitee Raj who retires by rotation.**

(i) Voted in favour of the Resolution:

Number of member Present and Voting (in person or by Proxy)	Number of Votes Cast by them	% of total number of Valid Votes cast
14	1182363	100

(ii) Voted against the Resolution:

Number of member Present and Voting (in person or by Proxy)	Number of Votes Cast by them	% of total number of Valid Votes cast
0	0	0

(iii) Invalid Votes:

Number of member Present and Voting (in person or by Proxy) Whose votes were declared invalid	Number of Votes Cast by them
0	0



(c) Resolution No.3: Appointment of M/s. Komandoor & Co as a statutory auditors and fixation of their remuneration.

(i) Voted in favour of the Resolution:

Number of member Present and Voting (in person or by Proxy)	Number of Votes Cast by them	% of total number of Valid Votes cast
14	1182363	100

(ii) Voted against the Resolution:

Number of member Present and Voting (in person or by Proxy)	Number of Votes Cast by them	% of total number of Valid Votes cast
0	0	0

(iii) Invalid Votes:

Total number of members (In person or by Proxy) Whose votes were declared invalid	Total Number of Votes cast by them
0	0



(d) Resolution No. 4: Appointment of Mr. T. Venkateswara Rao as Independent Director of the Company.

(i) Voted in favour of the Resolution:

Number of member Present and Voting (in person or by Proxy)	Number of Votes Cast by them	% of total number of Valid Votes cast
14	1182363	100

(ii) Voted against the Resolution:

Number of member Present and Voting (in person or by Proxy)	Number of Votes Cast by them	% of total number of Valid Votes cast
0	0	0

(iii) Invalid Votes:

Number of member Present and Voting (in person or by Proxy) Whose votes were declared invalid	Number of Votes Cast by them
0	0



(e) Resolution No. 5 : Appointment of Mr. Shabir Ali Baquri as Independent Director of the Company:

(i) Voted in favour of the Resolution:

Number of member Present and Voting (in person or by Proxy)	Number of Votes Cast by them	% of total number of Valid Votes cast
14	1182363	100

(ii) Voted against the Resolution:

Number of member Present and Voting (in person or by Proxy)	Number of Votes Cast by them	% of total number of Valid Votes cast
0	0	0

(iii) Invalid Votes:

Number of member Present and Voting (in person or by Proxy) Whose votes were declared invalid	Number of Votes Cast by them
0	0



(f) Resolution No. 6: Appointment of Mr. Mohd Abdul Raof as Independent Director of the Company

(i) Voted in favor of the Resolution:

Number of member Present and Voting (in person or by Proxy)	Number of Votes Cast by them	% of total number of Valid Votes cast
14	1182363	100

(ii) Voted against the Resolution:

Number of member Present and Voting (in person or by Proxy)	Number of Votes Cast by them	% of total number of Valid Votes cast
0	0	0

(iii) Invalid Votes:

Number of member Present and Voting (in person or by Proxy) Whose votes were declared invalid	Number of Votes Cast by them
0	0



(g) **Resolution No. 7: Appointment Amendment of Articles of association of the Company.**

(i) Voted in favour of the Resolution:

Number of member Present and Voting (in person or by Proxy)	Number of Votes Cast by them	% of total number of Valid Votes cast
14	1182363	100

(ii) Voted against the Resolution:

Number of member Present and Voting (in person or by Proxy)	Number of Votes Cast by them	% of total number of Valid Votes cast
0	0	0

(iii) Invalid Votes:

Number of member Present and Voting (in person or by Proxy) Whose votes were declared invalid	Number of Votes Cast by them
0	0

5. A Compact Disc (CD) containing a list of equity shareholders for each resolution is enclosed.

6. The poll papers and all other relevant record were sealed and handed over to the Managing Director authorized by the Board for safe keeping.

Place: Hyderabad
Date: 01.10.2014


Vivek Surana
Practicing Company Secretary and Scrutinizer
M. No: A24531
CP No: 12901



Vivek Surana

Practicing Company Secretary

Plot No.6-3-354/13, A1, Suryateja Apartments,

Hindi Nagar, Panjagutta, Hyderabad-500034

Mobile: 09959581348

Email: viveksurana24@gmail.com

CONSOLIDATED SCRUTINIZER REPORT

To,

The Chairman
M/s Gradiante Infotainment Limited
#306, 3rd Floor, Mayfair Gardens
Banjara Hills, Road No.12
Hyderabad - 500034

I, Vivek Surana, Practicing Company Secretary, having office at Plot No. 6-3-354/13, A1, Suryateja Apartments, Hindi Nagar, Panjagutta, Hyderabad – 500034 being appointed as the Scrutinizer by the Board of Directors of M/s. Gradiante Infotainment Limited at their meeting held on 01.09.2014 for the purpose of scrutinizing voting process in a fair and transparent manner in respect of below mentioned resolutions at the 22nd Annual General Meeting of Equity Shareholders of the Company held on 30th September, 2014 at 11.30 am at #306, 3rd Floor, Mayfair Gardens Banjara Hills, Road No.12 Hyderabad - 500034, submit my report as under:

1. In accordance with the Notice of the 22nd Annual General Meeting dated 01.09.2014 sent to the shareholders, the e-voting opened at 9.00 A.M on 25th September, 2014 and remained open upto 6.00 P.M on 26th September, 2014.
2. The equity shareholders holding shares as on 26th September, 2014 was considered as "cut-off date" for purpose of voting on the resolutions stated in the Notice of the 22nd Annual General Meeting of the Company.
3. The votes were unblocked and considered at on 27th September, 2014 in presence of two persons who are not the employees of the Company.
4. The e-voting results/list of equity shareholders who have voted "For and Against" were downloaded from the e-voting website of Karvy Computershare Private Ltd (<http://evoting.karvy.com>) and the same were handed over to the Chairman.



The results of the e-voting and the polling at the Meeting (AGM), for the resolutions starting from serial no 1 to 7 are passed with the requisite majority, are as under:

Res No.	Particulars	Mode	Votes in		Total Shares	Votes casted	
			Favour	Against		% For	% Against
1	Approval of financial statements and the reports thereon for the year ended 31.03.2014.	E-voting	-	-	-	-	-
		Polling at AGM	1182363	-	1182363	100	-
2	Reappointment of Mrs. Sunitee Raj who retires by rotation	E-voting	-	-	-	-	-
		Polling at AGM	1182363	-	1182363	100	-
3	Appointment of M/s. Komandoor & Co as a statutory auditors and fixation of their remuneration.	E-voting	-	-	-	-	-
		Polling at AGM	1182363	-	1182363	100	-
4	Appointment of Mr. T. Venkateswara Rao as Independent Director of the Company	E-voting	-	-	-	-	-
		Polling at AGM	1182363	-	1182363	100	-
6	Appointment of Mr. Mohd Abdul Raof as Independent Director of the Company	E-voting	-	-	-	-	-
		Polling at AGM	1182363	-	1182363	100	-

[Handwritten Signature]

VIVEK SURANA
 CP.NO. 12901
 COMPANY SECRETARIES

7	Amendment of Articles of association of the Company	E-voting	-	-	-	-	-
		Polling at AGM	1182363	-	1182363	100	-

Place: Hyderabad
Dated: 01.10.2014




Vivek Surana
Practicing Company Secretary & Scrutinizer
M. No: A24531
CP No. 12901